

ULTIMATE

X-MEN[®]

ISSUE

36

BLOCKBUSTER: PART 3

BENDIS
FINCH
THIBERT

DIRECT EDITION



7 59606 05047 5

\$2.25 US \$3.75 CAN

MARVEL[®]

Logan



Wolverine

Peter Parker



Spider-Man

BLOCKBUSTER PART TWO

Years ago, a covert military group called Weapon X discovered a mutant blessed with claws and a healing factor. They wiped his memory, coated his skeleton in the unbreakable metal adamantium and turned him into a weapon. This weapon, once known only as Logan, was given a new name... **Wolverine**.

After years of indentured service to Weapon X, Wolverine escaped and joined the mutant peace-keeping force called The X-Men.

The bite of an genetically altered spider granted high-school student Peter Parker incredible, arachnid-like powers: strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson and swing time as the misunderstood, web-slinging Spider-Man.

PREVIOUSLY IN ULTIMATE X-MEN:

Things are bad for Wolverine. After a short time away from The X-Men, Wolverine returned to New York. While eating lunch at a diner, he was gunned down by a mysterious group operating out of diaper service trucks. Seriously wounded, Wolverine made his way to Peter Parker's home in Queens (where he followed Spider-Man home after an earlier encounter) to find a safe place to heal.

Days later, after healing, Wolverine's departure was stopped when he saw the same diaper service trucks that shot him up at the diner across the street from Peter's house. Things just went from bad to worse.



S t a n L e e p r e s e n t s :

ULTIMATE X-MEN

Brian Michael Bendis *story*

pencils David Finch

Art Thibert *inks*

Dave Stewart
colors

Chris Eliopoulos
letters

MacKenzie Cadenhead
assistant editor

Nick Lowe
assistant editor

C.B. Cebulski
associate editor

Ralph Macchio
editor

Joe Quesada
editor in chief

Bill Jemas
president & inspiration

ULTIMATE X-MEN (ISSN #1535-8957) Vol. 1, No. 36, October, 2003. Published monthly except semi-monthly January, April, and May by MARVEL COMICS, a division of MARVEL ENTERTAINMENT GROUP, INC. OFFICE OF PUBLICATION: 10 East 40th Street, New York, NY 10016. PERIODICALS POSTAGE PAID AT NEW YORK, NY AND AT ADDITIONAL MAILING OFFICES. © 2003 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. \$2.25 per copy in the U.S. and \$3.75 in Canada (GST #R127032852); Canadian Agreement #40668537. Printed in Canada. Subscription rate (U.S. dollars) for 12 issues: U.S. \$27.00; Canada \$37.00; Foreign \$39.00. POSTMASTER: SEND ALL ADDRESS CHANGES TO ULTIMATE X-MEN, C/O MARVEL SUBSCRIPTION DEPT., P.O. BOX 32 NEWBURGH, NY 12551. TELEPHONE # (800) 217-9158. FAX # (845) 566-7020. subscriptions@marvel.com. ALLEN LIPSON, Chief Executive Officer and General Counsel; AVI ARAD, Chief Creative Officer; GUY KARYO, Chief Information Officer; DAVID BOGART, Managing Editor; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Russell Brown, Executive Vice President, Consumer Products, Promotions and Media Sales at rbrown@marvel.com or 212-576-8561.









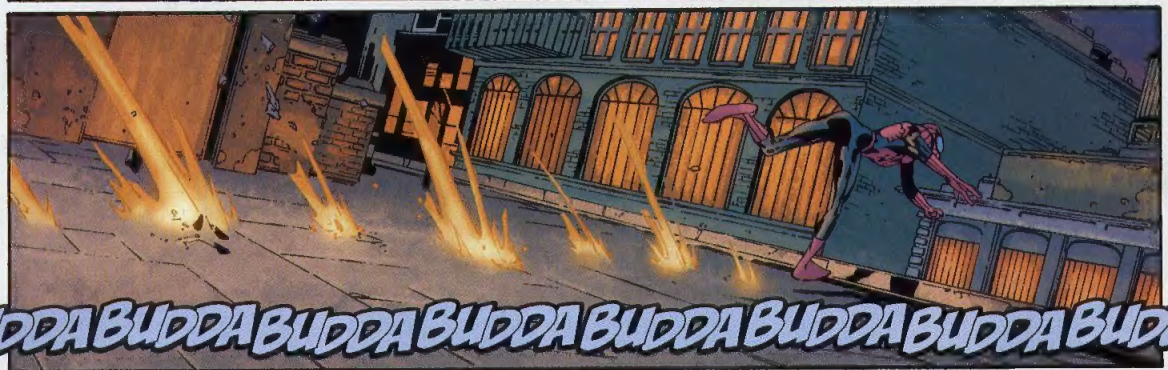


JEEEEEEEZ!



Spider sense?!

Now my spider sense is going off?



BUDDA BUDDA BUDDA BUDDA BUDDA BUDDA BUDDA BUDDA



FUP FUP FUP FUP FUP FUP

BUDDA BUDDA BUDDA BUDDA

AAIEEE!



Ah, man, I can't believe it!

I just screamed like a girl!

FUP FUP FUP FUP FUP FUP

SPAK

Well, Mr. Spider-Man, next time you want to know why people don't take you more seriously...

...just remind yourself-- you're the super hero that screams like a--
AAAIEEE!!

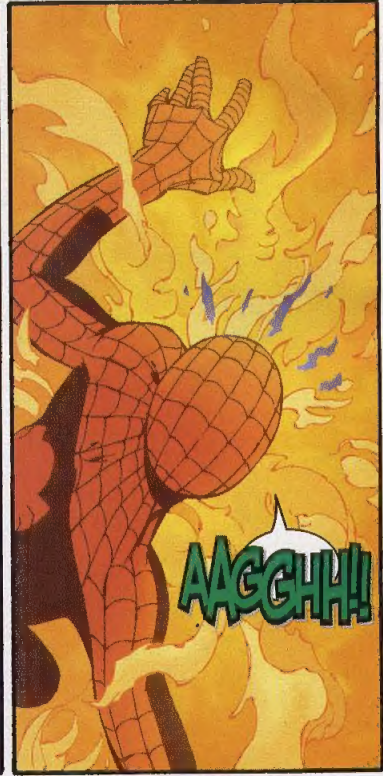
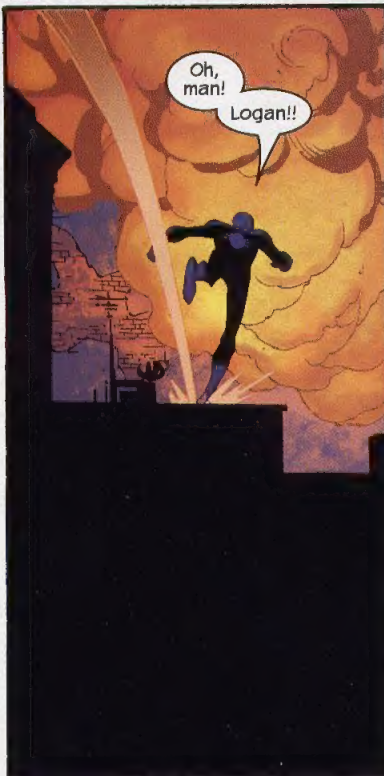
What the hell
am I doing? What
the-- **hello?!!** I
have no plan
here!!

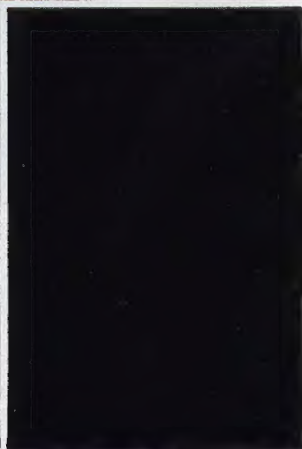
I'm
just totally
spazzing--
AGH!

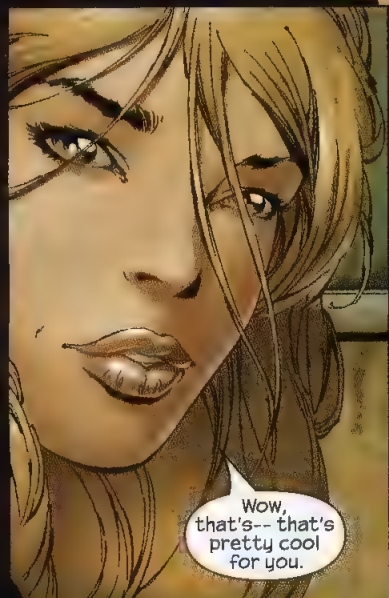
On a scale of one to ten, ten being "insanely stupid thing to be doing when on top of my PSAT's I have to read a--

SPiK

A dramatic illustration of a red laser beam striking a building at night. The beam originates from the top left and hits a window on a multi-story building, causing a large explosion of sparks and fire. The building has a brick facade and several windows, some of which are illuminated from within. The sky is dark blue, and the overall scene is set in a dark, urban environment.



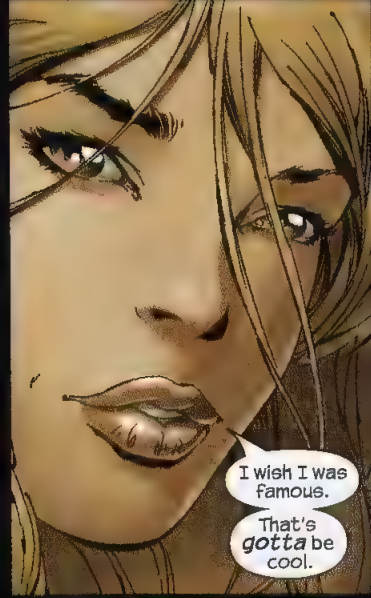




Wow,
that's-- that's
pretty cool
for you.



...wish I was
famous...



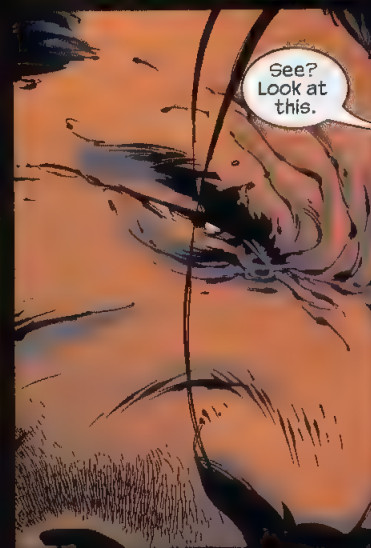
I wish I was
famous.
That's
gotta be
cool.



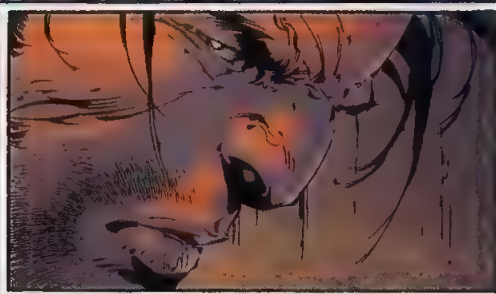
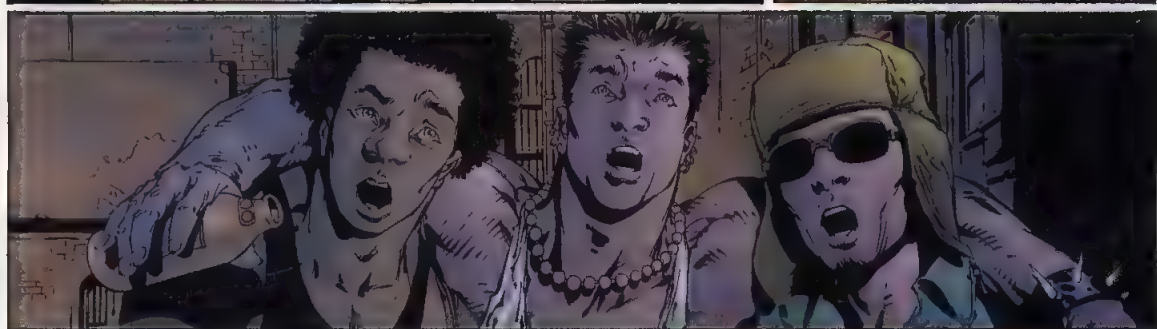
...secret
mission...

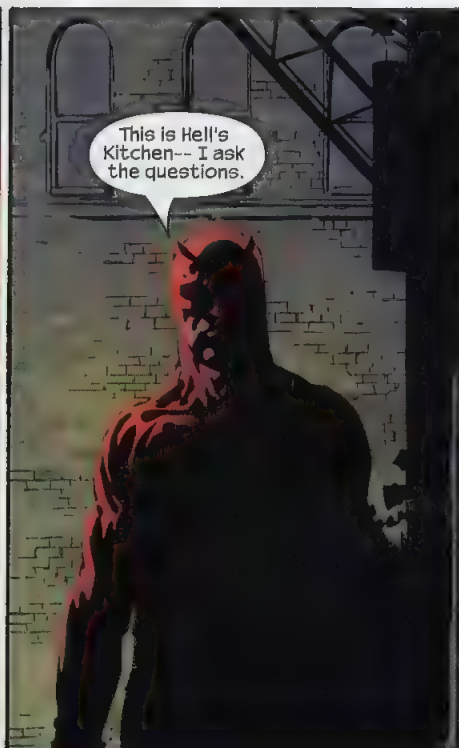
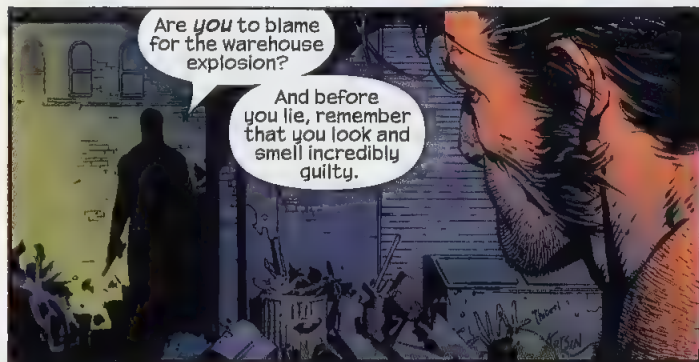


Are you on,
like, a secret
mission or
something?



See?
Look at
this.



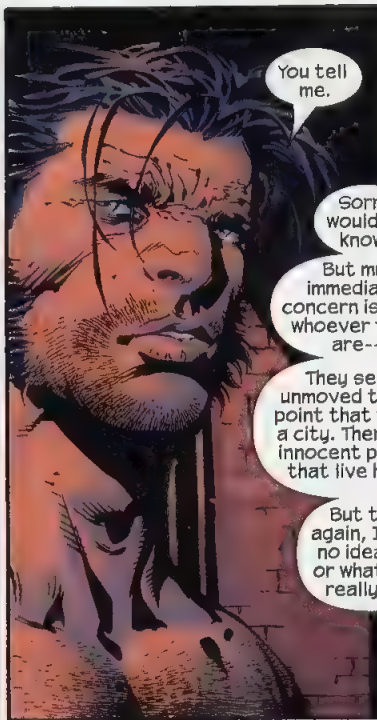




By who?

Military?

Anti-mutant
terrorist?



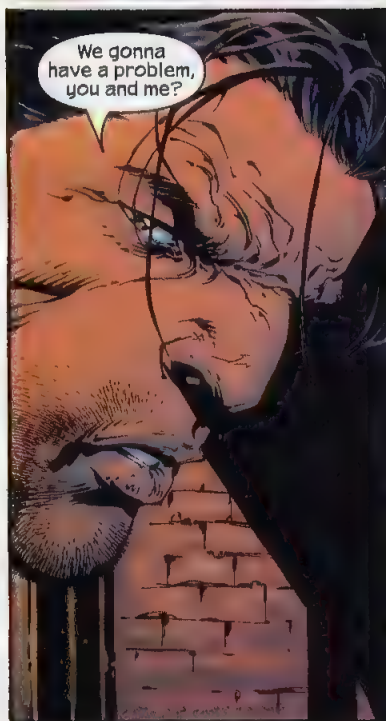
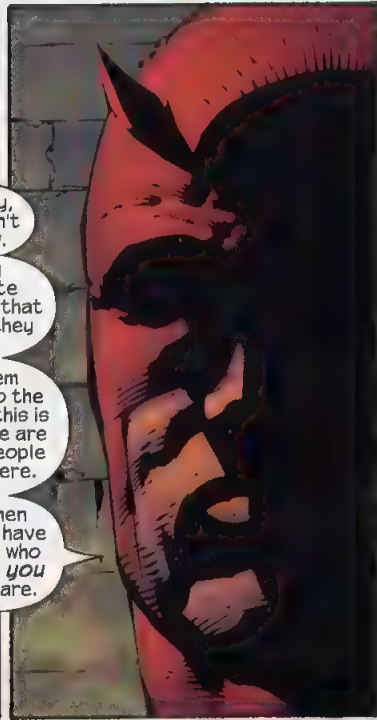
You tell
me.

Sorry,
wouldn't
know.

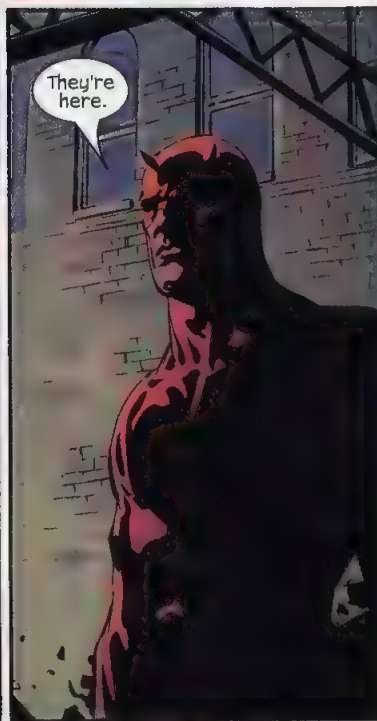
But my
immediate
concern is that
whoever they
are--

They seem
unmoved to the
point that this is
a city. There are
innocent people
that live here.

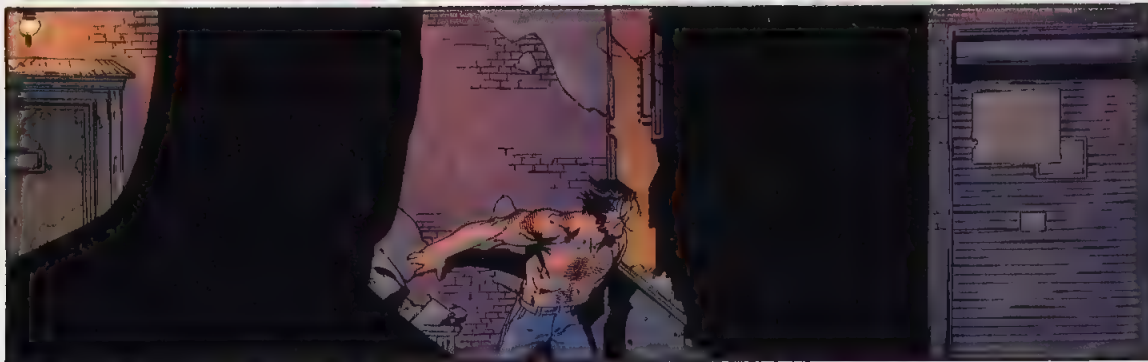
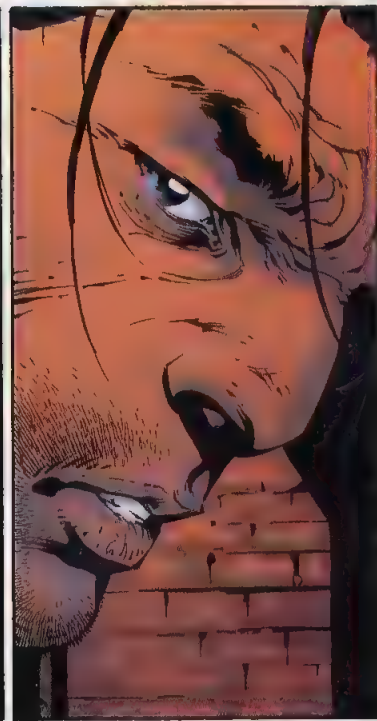
But then
again, I have
no idea who
or what *you*
really are.



We gonna
have a problem,
you and me?



They're
here.





Come on!! COME ON!!

Show your face!!

Let's finish this!!



CLICK CLACK



Yo, yo, Lo-gan.

Logan, right?

That your name?

I mean, your reeeal name.



Out with it, dingy!

Who are you?

Or did someone give you that name?

You know, name you.

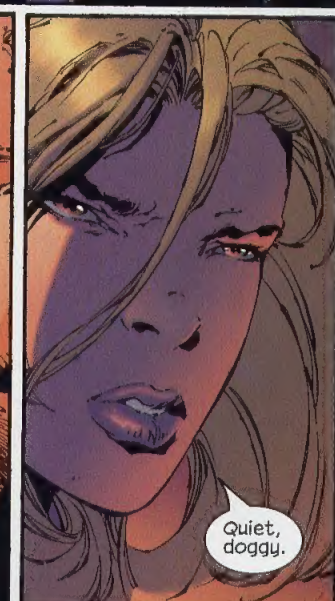


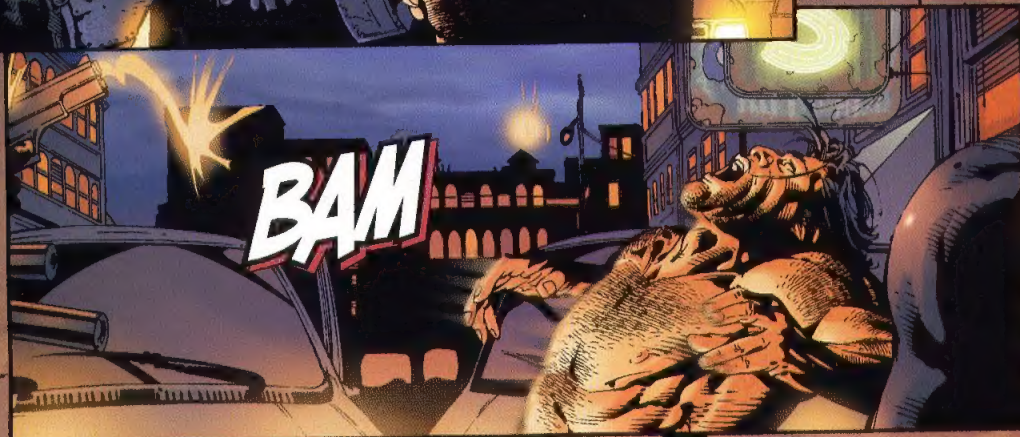
Like, I don't know, someone might name some mangy mutt dog.



Get
out of my
Kitchen!

 To be continued...





Adamantium bullets.

Expensive as hell, I won't lie to ya.

Only got the few.

So let's play Mr. Wizard.

Does an adamantium bullet, fired point blank, pierce an adamantium skull?

And finally, once and for all, put you out of your misery?



No?

How 'bout *this* one?



Or *this* one!!!



Or *this* one!!!



Well, look at that.

And you really have *no* idea who we are, do ya, doggy?

Ya really don't. Damn amazing.

Well, guess what? I don't *care* if you know who I am or not.

We're not *like* you, mutt.

We don't *need* to be known! I don't need to be famous.

Everybody has to be famous-- gotta be famous! Gotta be on TV!

I mean, what *are* you if you're not famous?!

Seems you don't even have to be *human* to be famous.

You can be an animal *dressed* as a human and you can be famous!!

All the %\$#e you've done in your hellish life...

All the people you killed whose names you don't even know... and now you want to go and be *famous*?!

And you can look me right in the eye.

And you don't know who we are? *Good!*

Live with it, animal.

LIVE WITH IT!!

POK
Agh!!

I've heard enough!!

CLASH